

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

<p>IN RE:</p> <p>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, as representative of THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i>, Debtors.¹</p>	<p>PROMESA Title III No. 17 BK 3283-LTS (Jointly Administered) Related to ECF Nos. 5580, 6482, 9700, and 9701</p>
<p>IN RE:</p> <p>THE FINANCIAL OVERSIGHT AND MANAGEMENT BOARD FOR PUERTO RICO, as representative of THE EMPLOYEES RETIREMENT SYSTEM OF THE GOVERNMENT OF THE COMMONWEALTH OF PUERTO RICO, Debtor.</p>	<p>PROMESA Title III No. 17 BK 3566-LTS Related to ECF Nos. 381, 469, and 757 <i>This Pleading Relates to the Commonwealth and ERS Only, and Should Be Filed in Both Dockets.</i></p>

**APPENDIX TO THE STATEMENT OF UNDISPUTED MATERIAL FACTS IN
SUPPORT OF THE MOTION OF THE BANK OF NEW YORK MELLON,
AS FISCAL AGENT, FOR SUMMARY JUDGMENT PURSUANT TO
FED. R. CIV. P. 56 REGARDING ULTRA VIRES CHALLENGE**

¹ The Debtors in these Title III Cases, along with each Debtor's respective Title III case number and the last four (4) digits of each Debtor's federal tax identification number, as applicable, are the (i) the Commonwealth of Puerto Rico (Bankruptcy Case No. 17 BK 3283-LTS) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation ("COFINA") (Bankruptcy Case No. 17 BK 3284-LTS) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority ("HTA") (Bankruptcy Case No. 17 BK 3567-LTS) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico ("ERS") (Bankruptcy Case No. 17 BK 3566-LTS) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority ("PREPA") (Bankruptcy Case No. 17 BK 4780-LTS) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority ("PBA") (Bankruptcy Case No. 19 BK 5523-LTS) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

The Bank of New York Mellon, as fiscal agent under the Pension Funding Bond Resolution, adopted on January 24, 2008, by The Employee Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”), through its undersigned counsel, hereby submits this Appendix to the *Statement of Undisputed Material Facts in Support of the Motion of The Bank of New York Mellon, as Fiscal Agent, for Summary Judgment Pursuant to Fed. R. Civ. P. 56 Regarding Ultra Vires Challenge*, filed contemporaneously herewith. This Appendix includes true and correct copies of the declarations and record evidence relied upon in support of the *Motion of The Bank of New York Mellon, as Fiscal Agent, for Summary Judgment Pursuant to Fed. R. Civ. P. 56 Regarding Ultra Vires Challenge* (the “Motion”), also filed contemporaneously herewith.

<u>Exhibit No.</u>	<u>Document Title</u>	<u>Bates No.</u>
1	ERS Pension Funding Bond Resolution, adopted on January 24, 2008	PR-ERS-000002836-2916
2	Amended and Restated First Supplemental Pension Funding Bond Resolution Authorizing Senior Pension Funding Bonds, Series A, adopted on January 29, 2008	PR-ERS-000003477-3500
3	Second Supplemental Pension Funding Bond Resolution Authorizing Senior Pension Funding Bonds, Series B, adopted on May 27, 2008	PR-ERS-00003926-3949
4	Third Supplemental Pension Funding Bond Resolution Authorizing Senior Pension Funding Bonds, Series C, adopted on June 26, 2008	PR-ERS-000004602-4626
5	Series A Bonds	PR-ERS-000003673-3768
6	Series B Bonds	PR-ERS-000004346-4441
7	Series C Bonds	PRS-ERS-000005222-5245

8	Fiscal Agent's Detailed Holder Lists	FA_0001776-1784
9	Declaration of John Faith (DTC), with Exhibit A, 2002 DTC Operational Arrangements	
10	Official Statement for Series A Bonds, Appendix IX (Book Entry Appendix)	PR-ERS-000003218-3220
11	Official Statement for Series B Bonds, Appendix VIII (Book Entry Appendix)	PR-ERS-000004146-4148
12	Official Statement for Series C Bonds, Appendix VIII (Book Entry Appendix)	PR-ERS-000005054-5056
13	Excerpts from August 11, 2020 Deposition of Robert Doty	
14	Receipt and Safekeeping Agreements	PR-ERS-000003642, 000004319, 000005192
15	ERS Certification of Resolution 2008-02	PR-ERS-000003596-3600
16	January 30, 2008 Email from UBS to DTC, with attachments	UBS-ERS_Ultra_Vires-0043861-44152
17	May 28, 2008 Email from UBS to DTC, with attachments	UBS-ERS_Ultra_Vires-0076149-76234
18	June 16, 2008 Email from UBS to DTC, with attachments	UBS-ERS_Ultra_Vires-0087856-88001
19	June 26, 2008 Email from UBS to DTC, with attachments	UBS-ERS_Ultra_Vires-0100253-100405

Dated: September 11, 2020
San Juan, Puerto Rico

SEPULVADO, MALDONADO & COURET

By: /s/ Albéniz Couret-Fuentes
Albéniz Couret-Fuentes
USDC-PR Bar No. 222207
304 Ponce de León Ave. – Suite 990
San Juan, PR 00918
Telephone: (787) 765-5656
Facsimile: (787) 294-0073
Email: acouret@smclawpr.com

REED SMITH LLP

Eric A. Schaffer (*Pro Hac Vice*)
Luke A. Sizemore (*Pro Hac Vice*)
225 Fifth Avenue, Suite 1200
Pittsburgh, PA 15222
Telephone: (412) 288-3131
Facsimile: (412) 288-3063
Email: eschaffer@reedsmith.com
Email: lsizemore@reedsmith.com

C. Neil Gray (*Pro Hac Vice*)
599 Lexington Avenue
New York, NY 10022
Telephone: (212) 521-5400
Facsimile: (212) 521-5450
Email: cgray@reedsmith.com

*Counsel to The Bank of New York Mellon,
as fiscal agent*